



Patrick W. Turner
General Attorney-South Carolina
Legal Department

AT&T South Carolina
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Columbia, SC 29201

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June 26, 2012

The Honorable Jocelyn Boyd
Chief Clerk of the Commission
Public Service Commission of South Carolina
Post Office Drawer 11649
Columbia, South Carolina 29211

Re: Joint Application of AT&T Communications of the Southern States, LLC and
AT&T Corp. for Approval of Merger
Docket No. 2012-224-C

Dear Ms. Boyd:

By letter dated June 12, 2012, your office delivered a Notice of Filing to BellSouth Telecommunications, LLC d/b/a AT&T South Carolina and directed AT&T to have the Notice published one time in newspapers of general circulation in the affected areas on or before June 22, 2012. The letter also directed BellSouth to provide your office with Proof of Publication on or before July 13, 2012.

In compliance with that letter, BellSouth respectfully submits the enclosed affidavits executed by representatives of *The Greenville News*, *The Florence Morning News*, *The State*, *The Post and Courier* and *Aiken Standard*. These affidavits reflect that the Notices were published in these newspapers on June 15, June 15, June 15, June 16, and June 17 respectively.

Please do not hesitate to contact me if you have any questions or comments.

Sincerely,

A handwritten signature in black ink that reads "Patrick W. Turner". The signature is written in a cursive, flowing style.

Patrick W. Turner

PWT/nml
Enclosure
cc: All Parties of Record
1038914

Legal Advertising

Date: 6/18/2012

Name: AT&T

Address: 1600 WILLIAMS ST., 5TH FLOOR COLUMBIA SC 29201

Ad No: 4743536 Class: 0008 Legal Notices (News) Rate: Legal Rates


Publish Dates:

Friday, June 15, 2012

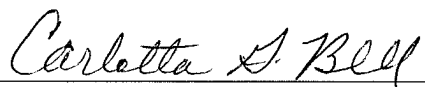
Lines: 226

Affidavit of Publication

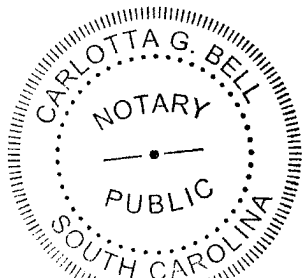
I, Susan F. Mullinax, being the Legal Advertising Agent for *The Greenville News*, do hereby testify that the attached legal ad was published on 226 lines as set forth above, in The Greenville News beginning on 6/15/2012 and ending on 6/15/2012



Susan F. Mullinax
Legal Advertising Agent



Carlotta G. Bell
Notary Public for the State of South Carolina
My Commission Expires July 22, 2020



Post Office Box 1688 * Greenville, SC 29602
Phone: 864.298.4100



305 South Main Street * Greenville, SC 29601
Toll Free: 1.800.800.5116

Ad Text:

4743536PUBLIC SERVICE COMMISSIONOF SOUTH CAROLINA CLERK'S OFFICE NOTICE OF FILINGAND HEARING DOCKET NO. 2012-224-C

Joint Application of AT&t Communications ofthe Southern States, LLC and AT&t Corp. forApproval of Merger AT&t Communications of the Southern States,LLC ("AT&t Communications") and AT&tCorp. (jointly, the "Applicants") have filed anApplication with the Public Service Commis-sion of South Carolina ("Commission") for ap-proval of a merger of AT&t Communicationsand various other AT&t affiliates into a singleentity -- AT&t Corp. Specifically, AT&t Com-munications intends to merge all of its assets,including without limitation accounts receiv-able, customer base, and all certificates andauthorizations into AT&t Corp. Further, AT&tCorp. is requesting that the Commission grantit all of the certificates and authorizationsAT& T Communications currently has, subjectto the same terms and conditions that appearin AT&t Communications' existing certificatesand authorizations. The Applicants also re-quest that the Commission waive any "sla-mming" regulations that arguably would beviolated by the merger and that the Commis-sion approve the removal of any local carrierfreezes that are necessary to implement themerger. In sum, the Applicants' request, pur-suant to S.C. Code Ann. § 58-9-310, that theCommission issue an order granting approvalof the merger of all property, powers, fran-chises and privileges (including without limi-tation the merger of AT&t Communications'existing certificates and authorizations toprovide services) of AT&t Communicationsinto AT&t Corp. to occur on or about October31, 2012. A copy of the Companies' application can befound on the Commission's website atwww.psc.sc.gov under Docket No. 2012-224-C.Additionally, a copy of the application is avail-able from the Company's representative Pat-rick W. Turner, Esquire, AT&t South Carolina,1600 Williams Street, Suite 5200, Columbia,South Carolina, 29201. PLEASE TAKE NOTICE that a hearing on theabove matter has been scheduled to begin onThursday, September 13, 2012, at 10:30 a.m.,before the Commission in the Commission'sHearing Room at 101 Executive Center Drive,Saluda Building, Columbia, South Carolina29210. PLEASE BE ADVISED that pursuant to S.C. CodeAnn. Section 58-9-280, as amended, the Com-mission will invoke the 120-day period al-lowed for consideration of this matter. Any person who wishes to participate in thismatter as a party of record with the right ofcross-examination, should file a Petition to In-tervene in accordance with the Commission'sRules of Practice and Procedure on or beforeFriday, July 13, 2012, and indicate

the amount of time required to address the Commission. For the receipt of future Commission correspondence, please include an email address in the Petition to Intervene. Please refer to Docket No. 2012-224-C. Any person who wishes to testify and present evidence at the hearing should notify, in writing, the Commission; the Office of Regulatory Staff at 1401 Main Street, Suite 900, Columbia, South Carolina 29201; and the Company's representative at the above address, on or before Friday, July 13, 2012, and indicate the amount of time required to address the Commission. Please refer to Docket No. 2012-224-C. Any person who wishes to be notified of any change in the hearing, but does not wish to present testimony or be a party of record, may do so by notifying the Commission, in writing, at the address below on or before Friday, July 13, 2012. Please refer to Docket No. 2012-224-C. PLEASE TAKE NOTICE that any person who wishes to have his or her comments considered as part of the official record of this proceeding MUST present such comments in person to the Commission during the hearing. Persons seeking information about the Commission's procedures should contact the Commission at (803) 896-5100 or visit its website at www.psc.sc.gov. 6/12/12

THANK YOU FOR YOUR ADVERTISEMENT!

If I can be of further assistance, please call : 864-298-4100



Carolina Publishing

Advertising Affidavit

P.O Box 100528
Florence, SC 29501
(843) 317-6397

Account Number

2152725

Date

June 15, 2012

AT&T
1600 WILLIAMS STREET
COLUMBIA, SC 29201

Date	Category	Description	Ad Size	Total Cost
06/15/2012	_Legal Notices	PUBLIC SERVICE COMMISSION OF SOUTH CARO	1 x 123 L	551.59

**PUBLIC SERVICE COMMISSION
OF SOUTH CAROLINA**

CLERK'S OFFICE

NOTICE OF FILING AND HEARING

DOCKET NO. 2012-224-C

Joint Application of AT&T Communications of the Southern States, LLC and AT&T Corp. for Approval of Merger

AT&T Communications of the Southern States, LLC ("AT&T Communications") and AT&T Corp. (jointly, the "Applicants") have filed an Application with the Public Service Commission of South Carolina ("Commission") for approval of a merger of AT&T Communications and various other AT&T affiliates into a single entity -- AT&T Corp. Specifically, AT&T Communications intends to merge all of its assets, including without limitation accounts receivable, customer base, and all certificates and authorizations into AT&T Corp. Further, AT&T Corp. is requesting that the Commission grant it all of the certificates and authorizations AT&T Communications currently has, subject to the same terms and conditions that appear in AT&T Communications' existing certificates and authorizations. The Applicants also request that the Commission waive any "clawback" regulations that arguably would be violated by the merger and that the Commission approve the removal of any local carrier freezes that are necessary to implement the merger. In sum, the Applicants request, pursuant to S.C. Code Ann. § 58-9-310, that the Commission issue an order granting approval of the merger of all property, powers, franchises and privileges (including without limitation the merger of AT&T Communications' existing certificates and authorizations to provide services) of AT&T Communications into AT&T Corp. to occur on or about October 31, 2012.

A copy of the Companies' application can be found on the Commission's website at www.psc.sc.gov under Docket No. 2012-224-C. Additionally, a copy of the application is available from the Company's representative Patrick W. Turner, Esquire, AT&T South Carolina, 1600 Williams Street, Suite 5200, Columbia, South Carolina, 29201.

PLEASE TAKE NOTICE that a hearing on the above matter has been scheduled to begin on Thursday, September 13, 2012, at 10:30 a.m. before the Commission in the Commission's Hearing Room at 1401 Executive Center Drive, Saluda building, Columbia, South Carolina 29210.

PLEASE BE ADVISED that pursuant to S.C. Code Ann. Section 58-9-269, as amended, the Commission will invoke the 120-day period allowed for consideration of this matter.

Any person who wishes to participate in this matter as a party of record with the right of cross-examination, should file a Petition to Intervene in accordance with the Commission's Rules of Practice and Procedure on or before Friday, July 13, 2012, and indicate the amount of time required to address the Commission, for the receipt of future Commission correspondence, please include an email address in the Petition to Intervene. Please refer to Docket No. 2012-224-C.

Any person who wishes to testify and present evidence at the hearing should notify, in writing, the Commission, the Office of Regulatory Staff at 1401 Main Street, Suite 900, Columbia, South Carolina 29201; and the Company's representative at the above address, on or before Friday, July 13, 2012, and indicate the amount of time required to address the Commission. Please refer to Docket No. 2012-224-C.

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Persons seeking information about the Commission's procedures should contact the Commission at (803) 886-5100 or visit its website at www.psc.sc.gov.

6/12/12

Media General Operations, Inc.

**Publisher of the
Morning News**

This is to certify that the attached PUBLIC SERVICE COMMISSION was published in the Morning News in the City of Florence, state of South Carolina on the following dates:

06/15/2012

The First insertion being given ... 06/15/2012

Newspaper reference: 0000478375

Sworn to and subscribed before me this

6/15/12

Janice B. R...
Notary Public

Kimberly A. Webb
Supervisor

State of South Carolina

My Commission expires

MY COMMISSION EXPIRES DECEMBER 16, 2019

THIS IS NOT A BILL. PLEASE PAY FROM INVOICE. THANK YOU

THE STATE MEDIA CO., INC.
Columbia, South Carolina
publisher of

The  State

STATE OF SOUTH CAROLINA
COUNTY OF RICHLAND

Personally appeared before me, Emily Fernandez, Project & Support Supervisor
of THE STATE, and makes oath that the advertisement,

Notice of Filing and Hearing – Docket 2012-224-C AT&T

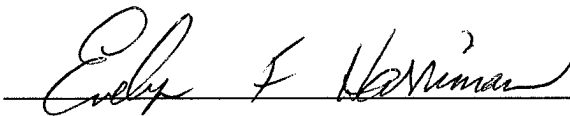
was inserted in THE STATE, a daily newspaper of general circulation published in
the City of Columbia, State and County aforesaid, in the issue(s) of

June 15, 2012



Subscribed and sworn to before me

on this day June 21, 2012



Notary Public

My commission expires
March 10, 2013

*"Errors- the liability of the publisher on account of errors in
or omissions from any advertisement will in no way exceed
the amount of the charge for the space occupied by the item in
error, and then only for the first incorrect insertion."*

SOUTH CAROLINA
CLERK'S OFFICE**NOTICE OF FILING
AND HEARING**

DOCKET NO. 2012-224-C

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to implement the merger. In sum, the Applicants' request, pursuant to S.C. Code Ann. § 58-9-310, that the Commission issue an order granting approval of the merger of all property, powers, franchises and privileges (including without limitation the merger of AT&T Communications' existing certificates and authorizations to provide services) of AT&T Communications into AT&T Corp. to occur on or about October 31, 2012.

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PLEASE BE ADVISED that pursuant to S.C. Code Ann. Section 58-9-280, as amended, the Commission will invoke the 120-day period allowed for consideration of this matter.

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BELLSOUTH/LEGAL ADS
AT&T SOUTH CAROLINA 1600 WILLIAMS ST, 5TH FLOOR
COLUMBIA SC 29201

AFFIDAVIT OF PUBLICATION

The Post and Courier

State of South Carolina

County of Charleston

Personally appeared before me the undersigned advertising clerk of the above indicated newspaper published in the city of Charleston, county and state aforesaid, who, being duly sworn, says that the advertisement of

(copy attached)

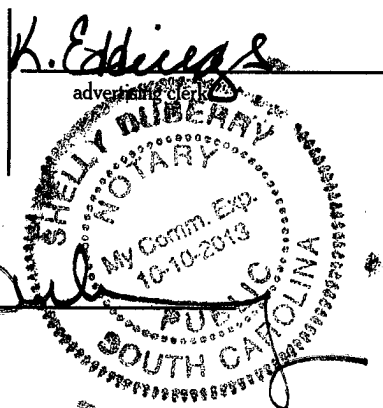
appeared in the issues of said newspaper on the following day(s):

06/16/12 Sat PC
06/16/12 Sat CNW

at a cost of **\$361.38**
Account# **102344**
Order# **779334**
P.O. Number:

Subscribed and sworn to before
me this 19th day
of June
A.D. 2012

NOTARY PUBLIC, SC
My commission expires



DOCKET NO. 2012-224-C

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6/12/12 AD# 779334

Aiken Standard
Aiken, South Carolina 29801

STATE OF SOUTH CAROLINA

COUNTY OF AIKEN

Personally appeared before me

Terri Cheek

Of the Aiken Standard, a seven day

Per week newspaper published in

Aiken, South Carolina, and made

Oath in due form of law that the

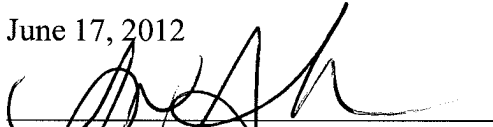
Advertisement of

AT&T South Carolina

Appeared in the Aiken Standard on

The following dates, vis:

June 17, 2012


SWORN and subscribed to before me
This 18th day of June, 2012


Notary Public
For the State of South Carolina

MY COMMISSION EXPIRES SEPTEMBER 29, 2016

PUBLIC SERVICE COMMISSION OF SOUTH CAROLINA

CLERK'S OFFICE

NOTICE OF FILING AND HEARING

DOCKET NO. 2012-224-C

Docket Summary: Joint Application of AT&T Communications of the Southern States, LLC and AT&T Corp. for Approval of Merger

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6/12/12

Direct correspondence to: Public Service Commission of South Carolina
Attention: Clerk's Office
Post Office Drawer 11649
Columbia, SC 29211

June 17, 2012

STATE OF SOUTH CAROLINA)
)
COUNTY OF RICHLAND) CERTIFICATE OF SERVICE

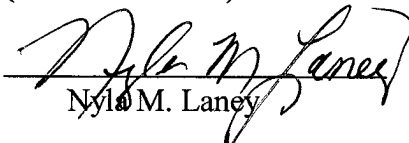
The undersigned, Nyla M. Laney, hereby certifies that she is employed by the Legal Department for AT&T South Carolina (“AT&T”) and that she has caused AT&T Communications of the Southern States, LLC and AT&T Corp.’s Proof of Publication to be served upon the following on June 26, 2012:

Nanette Edwards, Esquire
C. Lessie Hammonds, Esquire
Office of Regulatory Staff
1401 Main Street, Suite 900
Columbia, South Carolina 29201
(Electronic Mail)

F. David Butler, Esquire
Senior Counsel
S. C. Public Service Commission
Post Office Box 11649
Columbia, South Carolina 29211
(PSC Staff)
(Electronic Mail)

Joseph Melchers
General Counsel
S.C. Public Service Commission
Post Office Box 11649
Columbia, South Carolina 29211
(PSC Staff)
(Electronic Mail)

Jocelyn G. Boyd, Esquire
Chief Clerk
S. C. Public Service Commission
Post Office Box 11649
Columbia, South Carolina 29211
(PSC Staff)
(Electronic Mail)


Nyla M. Laney